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Signed and Filed: November 23, 2020

DENNIS MONTALI  
U.S. Bankruptcy Judge

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and Debtors in Possession*

UNITED STATES BANKRUPTCY COURT  
NORTHERN DISTRICT OF CALIFORNIA  
SAN FRANCISCO DIVISION

**In re:**

**PG&E CORPORATION,**

**- and -**

**PACIFIC GAS AND ELECTRIC  
COMPANY,**

**Debtors.**

- ☐ Affects PG&E Corporation  
☐ Affects Pacific Gas and Electric Company  
☒ Affects both Debtors

*\* All papers shall be filed in the lead case,  
No. 19-30088 (DM)*

Bankruptcy Case No. 19-30088 (DM)  
Chapter 11  
(Lead Case)  
(Jointly Administered)

**ORDER APPROVING FIFTH INTERIM  
AND FINAL FEE APPLICATION OF  
CRAVATH, SWAINE & MOORE LLP FOR  
ALLOWANCE AND PAYMENT OF  
COMPENSATION AND REIMBURSEMENT  
OF EXPENSES FOR (I) THE FIFTH  
INTERIM PERIOD JUNE 1, 2020  
THROUGH AND INCLUDING JULY 1, 2020  
AND (II) THE FINAL FEE PERIOD  
JANUARY 29, 2019 THROUGH AND  
INCLUDING JULY 1, 2020**

Re: Docket Nos. [8951, 9358]

1           Upon consideration of the *Fifth Interim and Final Fee Application of Cravath,*  
2 *Swaine & Moore LLP for Allowance and Payment of Compensation and Reimbursement of*  
3 *Expenses for (i) the Fifth Interim Period June 1, 2020 Through and Including July 1, 2020 and*  
4 *(ii) the Final Fee Period January 29, 2019 Through and Including July 1, 2020* [Docket No. 8951]  
5 (the “**Final Application**”<sup>2</sup>); and this Court having jurisdiction to consider the Final Application and  
6 the relief requested therein pursuant to 28 U.S.C. §§ 157 and 1334 and venue being proper before  
7 this Court pursuant to 28 U.S.C. §§ 1408 and 1409; and due and proper notice of the Final  
8 Application having been provided in accordance with the procedures set forth in the Interim  
9 Compensation Order and as otherwise required under the Bankruptcy Code and Bankruptcy Rules;  
10 and no objections or responses to the Final Application having been filed; and upon consideration  
11 of the proposed reductions to the compensation and expense reimbursements sought in the Final  
12 Application resulting from the compromise between Cravath, Swaine & Moore LLP (the  
13 “**Applicant**”) and the Fee Examiner as set forth in that certain *Notice of Hearing on Final*  
14 *Applications Allowing and Authorizing Payment of Fees and Expenses of Multiple Fee Applicants*  
15 *Based Upon Compromises with the Fee Examiner (1st Set)* [Docket No. 9358] (the “**Notice of**  
16 **Hearing**”); and the Court having issued a Docket Order, on November 13, 2020, approving the  
17 compromise set forth in the Notice of Hearing; and good and sufficient cause having been shown  
18 therefor,  
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22           **IT IS HEREBY ORDERED:**

- 23           1.     The Final Application is granted on a final basis as provided herein.  
24           2.     Applicant is awarded final allowance of its fees and expenses for the Final  
25 Fee Period in the amount of \$143,236,137.16, consisting of \$115,733,043.00 of fees and  
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27           \_\_\_\_\_  
28           <sup>2</sup> Capitalized terms used but not herein defined have the meanings ascribed to such terms in the Final Application.

1 reimbursement of \$27,503,094.16 of actual and necessary expenses incurred during the Final Fee  
2 Period.

3           3.       The Reorganized Debtors are directed to pay Applicant \$11,888,453.80  
4 (*i.e.*, the difference between the amounts allowed in paragraph 2 above and any amounts  
5 previously paid by the Debtors or Reorganized Debtors pursuant to the Interim Compensation  
6 Order).

7           4.       The Court shall retain jurisdiction to determine any controversy arising in  
8 connection with this Order.

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10                               **\*\*\*END OF ORDER\*\*\***  
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